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8 UNITED STATES DISTRICT COURT
9 DISTRICT OF NEVADA
10

11 TIMOTHY J. FIK, derivatively on behalf of :
12 SPECTRUM PHARMACEUTICALS, :
INC., :

Case No. 2:13-cv-00624-JCM-CWH

13 Plaintiff, :
14 :

15 v. :

16 RAJESH C. SHROTRIYA, LUIGI LENAIZ, :
17 GILLES GAGNON, ANTON GUETH, :
18 STUART M. KRASSNER, ANTHONY E. :
MAIDA, KRISHAN K. ARORA, BRETT :
19 L. SCOTT, AND JOSEPH KENNETH :
KELLER, :

20 Defendants, :
21 :

22 and :
23 :

24 SPECTRUM PHARMACEUTICALS, :
INC., :

25 Nominal Defendant. :
:

1	CHRISTOPHER J. WATKINS,	:	
2	derivatively on behalf of SPECTRUM	:	
3	PHARMACEUTICALS, INC.,	:	Case No. 2:13-cv-00684-JCM-VCF
4		:	
5	Plaintiff,	:	
6		:	
7	v.	:	
8		:	
9	RAJESH C. SHROTRIYA, LUIGI LENAZ,	:	
10	GILLES GAGNON, ANTON GUETH,	:	
11	STUART M. KRASSNER, ANTHONY E.	:	
12	MAIDA, KRISHAN K. ARORA, BRETT	:	
13	L. SCOTT, AND JOSEPH KENNETH	:	
14	KELLER,	:	
15		:	
16	Defendants,	:	
17		:	
18	and	:	
19		:	
20	SPECTRUM PHARMACEUTICALS,	:	
21	INC.,	:	
22		:	
23	Nominal Defendant.	:	

STIPULATION AND [PROPOSED] ORDER

WHEREAS, there are two derivative actions pending before this Court on behalf of nominal defendant Spectrum Pharmaceuticals, Inc. (“Spectrum”): (1) Timothy J. Fik, derivatively on behalf of Spectrum, against defendants Rajesh C. Shrotriya, Luigi Lenas, Gilles Gagnon, Anton Gueth, Stuart M. Krassner, Anthony E. Maida, Krishan K. Arora, Brett L. Scott, and Joseph Kenneth Keller, Case No. 13-cv-00624-JCM-CWH (the “Fik Action”); and (2) Christopher J. Watkins, derivatively on behalf of Spectrum, against defendants Rajesh C. Shrotriya, Luigi Lenas, Gilles Gagnon, Anton Gueth, Stuart M. Krassner, Anthony E. Maida, Krishan K. Arora, Brett L. Scott, and Joseph Kenneth Keller Case, No. 13-cv-00684-JCM-VCF (the “Watkins Action”).

WHEREAS, on April 11, 2013 the Fik Action was filed;

1 WHEREAS, on April 22, 2013 the Watkins Action was filed;

2 WHEREAS, all defendants in the Fik Action and the Watkins Action have been served or
3 their counsel has accepted service on their behalf;

4 WHEREAS, the Fik Action and the Watkins Action involve the same subject matter and
5 allege substantially the same facts and causes of action;

6 WHEREAS, the parties in the Fik Action and the Watkins Action agree that these actions
7 should be consolidated into one action;

8 WHEREAS, plaintiffs have agreed on, and Spectrum and defendants take no position on,
9 the lead counsel structure for plaintiffs set forth below;

10 WHEREAS, there are related securities class actions filed against Spectrum and certain
11 of the defendants (the “Securities Class Actions”) pending in this Court;

12 WHEREAS, plaintiffs believe their allegations have merit independent of and are not
13 dependent upon the facts alleged in the Securities Class Actions, however, the Securities Class
14 Actions may inform the manner of how the Fik Action, the Watkins Action and any consolidated
15 action proceed and are prosecuted;

16 WHEREAS, defendants believe that contemporaneously litigating the Fik Action and the
17 Watkins Action (and any consolidated action thereof) and the Securities Class Actions will
18 potentially cause substantial harm to Spectrum—the party on whose behalf the derivative actions
19 have been brought—because the derivative plaintiffs would need to prove allegations against
20 Spectrum’s officers that would seriously undermine Spectrum’s defense of the Securities Class
21 Actions. *See, e.g., In re Ormat Techs., Inc. Derivative Litig., No. 10-0177, 2011 U.S. Dist.*
22 *LEXIS 96891, at *12-15 (D. Nev. Aug. 29, 2011) (granting stay of federal derivative action*
23 *pending resolution of federal securities class action because of the similar nature of the two*
24 *actions, the potential harm to defendant’s defense of the pending federal securities class action,*
25 *and to preserve judicial resources);*

1 WHEREAS, the parties wish to conserve the resources of this Court and the parties;

2 WHEREAS, the parties have agreed to a stay of the Fik Action, the Watkins Action (and
3 any consolidated action thereof) pending resolution of the Securities Class Actions, subject to the
4 conditions listed below;

5 WHEREAS, the parties have not sought any prior consolidation; and

6 WHEREAS, the parties have reached the agreements stated below.

7 IT IS HEREBY STIPULATED AND AGREED as follows:

8 1. The Fik Action and the Watkins Action are consolidated for all purposes, including pre-
9 trial proceedings, trial and appeal, into one action (the "Consolidated Action").

10 2. Hereafter, papers need only be filed in Case No. 13-cv-00624-JCM-CWH.

11 3. Every pleading filed in the Consolidated Action, or in any separate action included
12 herein, shall bear the following caption:

13 IN RE: SPECTRUM)
14 PHARMACEUTICALS, INC.) Master File No. 13-cv-00624-JCM-CWH
15 DERIVATIVE SHAREHOLDER) (Consolidated with 13-cv-00684-JCM-VCF)
LITIGATION)
16 _____
This Document relates to ALL ACTIONS)

17 4. All shareholder derivative actions on behalf of common stockholders of Spectrum
18 Pharmaceuticals, Inc. filed in or transferred to this Court that involve questions of law or fact similar to
19 those contained in the above-captioned actions shall be automatically consolidated into the Consolidated
20 Action and the instant Order shall apply.

21 5. All documents previously served or filed in the Fik Action and the Watkins Action are
22 deemed a part of the record in the Consolidated Action.

23 6. Liaison Counsel are to call to the attention of the Clerk of this Court the filing of any case
24 subject to consolidation pursuant to this Order.

25 7. Plaintiff Timothy J. Fik is hereby appointed as Lead Plaintiff.

1 8. The law firm of Federman & Sherwood is hereby appointed as Lead Counsel for
2 plaintiffs in the Consolidated Action. Lead Counsel shall have the sole authority and discretion over the
3 following matters on behalf of the plaintiffs in Consolidated Action: (a) the initiation, response,
4 scheduling, briefing and argument of all motions, (b) the scope, order and conduct of all discovery
5 proceedings, (c) the designation of which attorneys may appear at hearings and conferences with the
6 Court, (d) the timing and substance of any settlement negotiations with Spectrum and defendants, and (e)
7 other matters concerning the prosecution and resolution of the Consolidated Action. No motion, request
8 for discovery or other pre-trial or trial proceedings shall be initiated or filed by any plaintiff except
9 through Lead Counsel.

10 9. The law firm of Bailey❖Kennedy is hereby appointed as Liaison Counsel. Liaison
11 Counsel shall be available and responsible for communications to and from this Court, including
12 distributing orders and other directions from the Court to counsel.

13 10. Spectrum and defendants may rely upon agreements made with Lead Counsel for
14 plaintiffs and such agreements shall be binding on all plaintiffs.

15 11. Spectrum and defendants need not answer, move or otherwise respond to the complaints
16 filed in the Fik Action and the Watkins Action.

17 12. The Fik Action, the Watkins Action and the Consolidated Action are otherwise stayed
18 pending resolution of the Securities Class Actions. However, following a final ruling on Spectrum and
19 the defendants' motion(s) to dismiss in the Securities Class Actions, any party may move to lift the stay
20 upon thirty (30) days' notice to the other side. Each party reserves the right to oppose such a motion
21 and/or make an application to the Court to preserve the stay, and the stay will remain in effect until the
22 Court rules otherwise.

23 13. During the pendency of the stay, plaintiffs may file and amend any consolidated
24 complaint, although Spectrum and defendants need not answer, move or otherwise respond to any such
25 consolidated complaint or any amendments thereto.

1 14. Should discovery proceed in the Securities Class Actions, plaintiffs will be provided
2 with the written discovery materials and deposition transcripts produced by any defendant in the
3 Securities Class Action pursuant to a mutually agreed upon protective order governing the use of
4 confidential information.

5 15. Plaintiffs will be advised of and permitted to participate in any settlement negotiations.
6 Should the parties reach a resolution of the Consolidated Action, the parties will file a joint motion to lift
7 the stay for the limited purpose of effectuating a settlement.

8 Dated: May 2, 2013.

BAILEY❖KENNEDY

9 By: /s/ Dennis L. Kennedy

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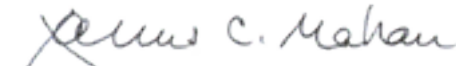
Attorneys for Defendants

* * *

ORDER

IT IS SO ORDERED.

DATED: May 15, 2013.


The Honorable James C. Mahan
United States District Judge